

B1 (Official Form 1) (1/08)

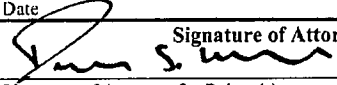
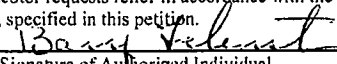
United States Bankruptcy Court District of New Jersey		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): NPC Acquisition Inc.		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Social Security or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): 42-1717900		Last four digits of Social Security or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):
Street Address of Debtor (No. & Street, City, and State): 100 Frontage Road Newark, NJ 07114-3718 <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE 07114-3718</div>		Street Address of Joint Debtor (No. & Street, City, and State): <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>
County of Residence or of the Principal Place of Business: Essex		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): 550 Broad Street Attn: Linda Garrido Newark, NJ 07102-4537 <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE 07102-4537</div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>
Location of Principal Assets of Business Debtor (if different from street address above): 177, 179-181 and 183-205 Avenue L Newark, NJ 07105; 1400 East State Street, Trenton, NJ 08609-1714; 100 Main Street, Tullytown, PA 19007-6101		
Type of Debtor (Form of Organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
Filing Fee (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (Applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000 Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input checked="" type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000		
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
Estimated Debts <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input checked="" type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

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Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): NPC Acquisition Inc.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed: - None -	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)			
Name of Debtor: - None -	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. § 342(b). X _____ Signature of Attorney for Debtor(s) Date	
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.			
<input checked="" type="checkbox"/> No			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property Check all applicable boxes.			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
_____ (Name of landlord that obtained judgment)			
_____ (Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

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Page 3

Voluntary Petition (This page must be completed and filed in every case)		Name of Debtor(s): NPC Acquisition Inc.	
Signatures			
Signature(s) of Debtor(s) (Individual/Joint) I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b). I request relief in accordance with the chapter of title 11, United States Code, specified in this petition. X _____ Signature of Debtor X _____ Signature of Joint Debtor _____ Telephone Number (If not represented by attorney) _____ Date		Signature of a Foreign Representative I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition. (Check only one box.) <input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached. <input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached. X _____ Signature of Foreign Representative _____ Printed Name of Foreign Representative _____ Date	
Signature of Attorney* X  _____ Signature of Attorney for Debtor(s) Paul S. Hollander _____ Printed Name of Attorney for Debtor(s) Okin, Hollander & DeLuca, L.L.P. _____ Firm Name Parker Plaza 400 Kelby Street, 12th Floor Fort Lee, NJ 07024 _____ Address Email: phollander@ohdlaw.com 201-947-7500 Fax: 201-947-2663 _____ Telephone Number January 11, 2010 _____ Date		Signature of Non-Attorney Bankruptcy Petition Preparer I declare under penalty of perjury that: 1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; 2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, 3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official form 19 is attached. _____ Printed Name and title, if any, of Bankruptcy Petition Preparer _____ Social Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.) _____ Address X _____ _____ Date Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose social security number is provided above. Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person. <i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156.</i>	
Signature of Debtor (Corporation/Partnership) I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor. The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition. X  _____ Signature of Authorized Individual Barry Felenstein _____ Printed Name of Authorized Individual Acting Chief Financial Officer _____ Title of Authorized Individual January 11, 2010 _____ Date			

CORPORATE RESOLUTIONS OF NPC ACQUISITION INC.

I, DENNIS DORIAN MEHIEL, President and Chief Operating Officer of NPC ACQUISITION INC., a Delaware corporation (the "Company"), hereby certifies that at a special meeting of the Board of Directors of the Company duly called and held on January 11, 2010, the following resolutions were duly adopted, and that said resolutions have not been modified or rescinded and are still in full force and effect on the date hereof:

RESOLVED, that in the judgment of the Board of Directors of the Company, it is desirable and in the best interests of the Company, its creditors, employees and other interested parties that a petition be filed by the Company seeking relief under the provisions of Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code"); and it was further

RESOLVED, that the Chief Operating Officer is hereby authorized, empowered and directed, in the name and on behalf of the Company, to execute and verify petitions and pleadings under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the District of New Jersey at such time as said officer executing the same shall determine; and it was further

RESOLVED, that the law firm of Okin, Hollander & DeLuca is hereby employed as attorneys for the Company in the Company's Chapter 11 case, subject to Bankruptcy Court approval; and it was further

RESOLVED, that the Company shall retain such other professionals in the Company's Chapter 11 case as the Chief Operating Officer shall deem necessary and appropriate, subject to Bankruptcy Court approval; and it was further

RESOLVED, that the Chief Operating Officer or officers that he so authorized be and hereby are authorized, empowered and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings and other papers, and in that connection to employ and retain all assistance by legal counsel, accountants, financial advisors and other professionals, and to take and perform any and all further acts and deeds which he deems necessary, proper or desirable in connection with the Company's Chapter 11 case, with a view to the successful prosecution of such case, and that the Chief Operating Officer has expressly authorized the Acting Chief Financial Officer to so execute and file all petitions, schedules, motions, lists, applications, pleadings and other papers, in connection with the Company's Chapter 11 case; and it was further

RESOLVED, that the Chief Operating Officer of the Company be and hereby is authorized empowered and directed, in the name and on behalf of the Company, to execute and deliver appropriate agreements for the use of cash collateral and/or post-petition financing in connection with the Company's Chapter 11 case, including the granting of liens to such lender(s) to such agreement(s), and to take such additional action

and to execute and deliver each other agreement, instrument or document proposed to be executed and delivered by or on behalf of the Company pursuant thereto or in connection therewith, all with such changes therein and additions thereto as Chief Operating Officer may approve, such approval to be conclusively evidenced by the taking of such action or by the execution and delivery thereof; and it was further

RESOLVED, that any and all past actions heretofore taken by officers or directors of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed and approved; and it was further

RESOLVED, that the members of the Company's Board of Directors hereby waive all requirements as to notice of a special meeting of such Board of Directors.

IN WITNESS WHEREOF, I have hereunto set my hand, this 11th day of January, 2010.



DENNIS DORIAN MEHIEL

**United States Bankruptcy Court
District of New Jersey**

In re NPC Acquisition Inc.

Debtor

Case No. _____

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Mannkraft Corporation 100 Frontage Rd Newark, NJ 07114-3718		100%	

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Acting Chief Financial Officer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date January 11, 2010

Signature

Barry Felenstein
Barry Felenstein

Acting Chief Financial Officer

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C §§ 152 and 3571.

0 continuation sheets attached to List of Equity Security Holders

United States Bankruptcy Court
District of New Jersey

In re NPC Acquisition Inc.

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

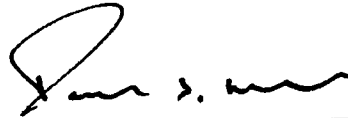
Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for NPC Acquisition Inc. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Mannkraft Corporation
100 Frontage Rd
Newark, NJ 07114-3718

☐ None [Check if applicable]

January 11, 2010

Date



Paul S. Hollander

Signature of Attorney or Litigant
Counsel for NPC Acquisition Inc.

Okin, Hollander & DeLuca, L.L.P.

Parker Plaza

400 Kelby Street, 12th Floor

Fort Lee, NJ 07024

201-947-7500 Fax: 201-947-2663

phollander@ohdlaw.com

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
District of New Jersey**

In re **NPC Acquisition Inc.**

Debtor(s)

Case No.

Chapter

11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
ADM Corn Processing Division PO Box 1470 Decatur, IL 62525-1820	ADM Corn Processing Division PO Box 1470 Decatur, IL 62525-1820			19,600.56
Bobst Group 146 Harrison Ave Roseland, NJ 07068	Bobst Group 146 Harrison Ave Roseland, NJ 07068			1,101,040.00
Edison Lithographing&Printing 3725 Tonnelle Ave North Bergen, NJ 07047	Edison Lithographing&Printing 3725 Tonnelle Ave North Bergen, NJ 07047			17,640.00
Georgia-Pacific (C P G) 623 Riegelsville Rd Milford, NJ 08848	Georgia-Pacific (C P G) 623 Riegelsville Rd Milford, NJ 08848			169,812.47
Georgia-Pacific Packaging Div Plant #427 Righters Ferry Rd Bala Cynwyd, PA 19004-0426	Georgia-Pacific Packaging Div Plant #427 Righters Ferry Rd Bala Cynwyd, PA 19004-0426			30,944.00
International Forest Products 1 Patriot Place Foxborough, MA 02035-1388	International Forest Products 1 Patriot Place Foxborough, MA 02035-1388			187,326.03
International Paper PO Box 644095 Pittsburgh, PA 15264-4095	International Paper PO Box 644095 Pittsburgh, PA 15264-4095			3,561,948.36
Interstate Corrpac Inc. 903 Woods Rd Cambridge, MD 21613	Interstate Corrpac Inc. 903 Woods Rd Cambridge, MD 21613			220,294.84
Kapstone Kraft Paper Company 100 Gaston Rd Roanoke Rapids, NC 27870	Kapstone Kraft Paper Company 100 Gaston Rd Roanoke Rapids, NC 27870			405,689.37
Motion Industries 28 Industrial Dr Unit 8 Trenton, NJ 08619	Motion Industries 28 Industrial Dr Unit 8 Trenton, NJ 08619			23,249.14

B4 (Official Form 4) (12/07) - Cont.
In re **NPC Acquisition Inc.**

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Packaging Corp Of America 7451 Cetronia Rd Allentown, PA 18106	Packaging Corp Of America 7451 Cetronia Rd Allentown, PA 18106			488,419.43
Solvay Paperboard 53 Industrial Dr Syracuse, NY 13204-1035	Solvay Paperboard 53 Industrial Dr Syracuse, NY 13204-1035			549,602.91
Staff Management Group LLC PO Box 5733 New Brunswick, NJ 08903	Staff Management Group LLC PO Box 5733 New Brunswick, NJ 08903			17,385.50
Sun Chemical 3348 W. Clearfield St Philadelphia, PA 19129	Sun Chemical 3348 W. Clearfield St Philadelphia, PA 19129			26,857.58
System Freight Inc. PO Box 554 Jamesburg, NJ 08831	System Freight Inc. PO Box 554 Jamesburg, NJ 08831			70,084.62
Temporary Help Services Inc. PO Box 478 Saddle Brook, NJ 07663	Temporary Help Services Inc. PO Box 478 Saddle Brook, NJ 07663			34,692.89
Tiruna America Inc. 1333 Parkview Road Green Bay, WI 54304	Tiruna America Inc. 1333 Parkview Road Green Bay, WI 54304			31,640.00
UAW Local 2326 Health & Welfare Fund's 56 Vineyard Rd Edison, NJ 08817	UAW Local 2326 Health & Welfare Fund's 56 Vineyard Rd Edison, NJ 08817			38,277.82
United Corrstack Inc. 720 Laurel St Reading, PA 19602	United Corrstack Inc. 720 Laurel St Reading, PA 19602			270,332.28
YRC (Rdwy) PO Box 471 Akron, OH 44309-0471	YRC (Rdwy) PO Box 471 Akron, OH 44309-0471			37,834.19

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Acting Chief Financial Officer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date January 11, 2010

Signature


Barry Felenstein
Acting Chief Financial Officer

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

United States Bankruptcy Court
District of New Jersey

In re NPC Acquisition Inc.

Debtor(s)

Case No.

Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For pre-petition legal services, I have agreed to accept.....	\$	<u>190,000.00</u>
Prior to the filing of this statement I have received.....	\$	<u>190,000.00</u>
Balance Due.....	\$	<u>0.00</u>

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify):

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify):

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

Negotiations with secured creditors to reduce to market value; exemption planning; preparation and filing of reaffirmation agreements and applications as needed; preparation and filing of motions pursuant to 11 USC 522(f)(2)(A) for avoidance of liens on household goods.

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

Representation of the debtors in any dischargeability actions, judicial lien avoidances, relief from stay actions or any other adversary proceeding.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: January 11, 2010

/s/ Paul S. Hollander

Paul S. Hollander
Okin, Hollander & DeLuca, L.L.P.
Parker Plaza
400 Kelby Street, 12th Floor
Fort Lee, NJ 07024
201-947-7500 Fax: 201-947-2663
phollander@ohdlaw.com